

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

ERIC R. BAHE, Custodian, CGM Roth
Conversion IRA,

Plaintiff,

Civil Action No. 04-11195 (MLW)

v.

FRANKLIN/TEMPLETON DISTRIBUTORS,
INC., FRANK T. CROHN, BURTON J.
GREENWALD, CHARLES RUBENS II,
LEONARD RUBIN, and WILLIAM J. LIPPMAN,

Defendants, and

FRANKLIN BALANCE SHEET INVESTMENT
FUND,

Nominal Defendant.

STIPULATION

All parties, by their counsel, stipulate and agree as follows:

1. This action be and it hereby is dismissed as against each of Messrs. Crohn, Greenwald, Rubens and Rubin, without prejudice, and their names shall no longer be included in the caption of any papers filed in this action;

2. All defendants agree that the issue of failure to make pre-suit demand on the Trustees, with respect to all claims against the defendants Franklin/Templeton Distributors, Inc. and William J. Lippman, is waived, and will not be raised at any time in the future in this action. Franklin/Templeton Distributors, Inc. and William J. Lippman further agree that the issues of lack of personal jurisdiction and improper venue are also waived as to them, and will not be raised at any time in the future in this action;

3. Franklin/Templeton Distributors, Inc. and William J. Lippman shall have until on or before November 17, 2004 to serve their reply papers on the Motion to Dismiss.

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Dated: October 29, 2004

So Ordered:

Mark L. Wolf
United States District Judge.